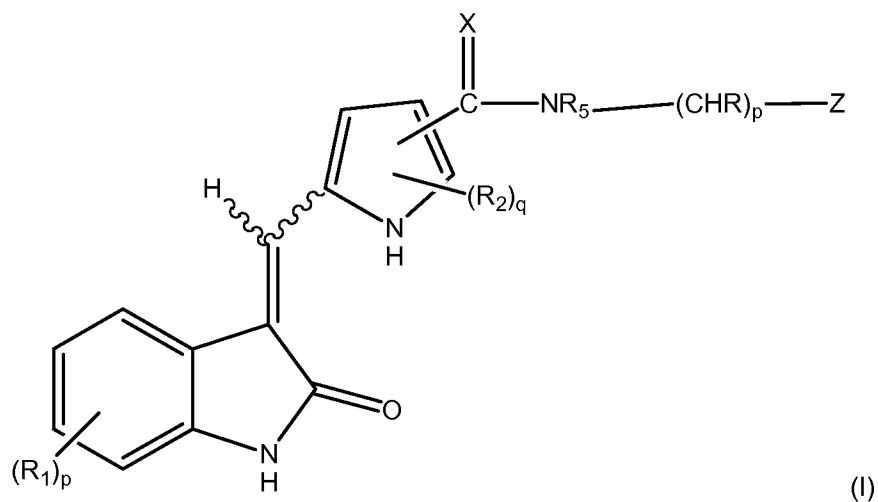


**Amendments to the Claims:**

This listing of claims will replace all prior versions and listings of claims in the application:

**Listing of Claims:**

1. (currently amended) A method of treating cancer comprising administering to a patient in need thereof an effective amount of a compound of Formula I:



wherein,

each R is independently hydrogen, hydroxy, alkyl, aryl, cycloalkyl, heteroaryl, alkoxy, heterocyclic or amino;

each  $R_1$  is independently alkyl, halo, alkoxy, haloalkyl, haloalkoxy, cycloalkyl, heterocyclic, hydroxy,  $-C(O)-R_8$ ,  $-NR_9R_{10}$ ,  $-NR_9C(O)-R_{12}$  or  $-C(O)NR_9R_{10}$ ;

each  $R_2$  is independently alkyl, aryl, heteroaryl,  $-C(O)-R_8$  or  $SO_2R''$ , where  $R''$  is alkyl, aryl, heteroaryl,  $NR_9N_{10}$  or alkoxy;

each  $R_5$  is independently hydrogen, alkyl, aryl, haloalkyl, cycloalkyl, heteroaryl, heterocyclic, hydroxy,  $-C(O)-R_8$  or  $(CHR)_rR_{11}$ ;

X is O or S;

j is 0 or 1;

p is 0, 1, 2 or 3;

q is 0, 1 or 2;

r is 0, 1, 2 or 3;

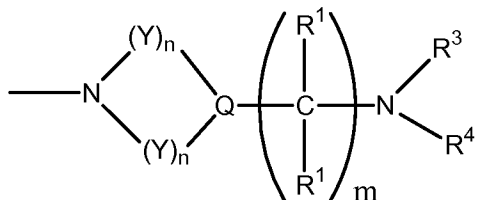
$R_8$  is hydroxy, alkyl, aryl, heteroaryl, alkoxy, cycloalkyl or heterocyclic;

$R_9$  and  $R_{10}$  are independently hydrogen, alkyl, aryl, aminoalkyl, heteroaryl, cycloalkyl and heterocyclic, or  $R_9$  and  $R_{10}$  together with N may form a ring, where the ring atoms are selected from the group consisting of C, N, O and S;

$R_{11}$  is hydroxy, amino, monosubstituted amino, disubstituted amino, alkyl, aryl, heteroaryl, alkoxy, cycloalkyl or heterocyclic

$R_{12}$  is alkyl, aryl, heteroaryl, alkoxy, cycloalkyl or heterocyclic; and

Z is hydroxy, -O-alkyl, or  $-NR_3R_4$ , where  $R_3$  and  $R_4$  are independently hydrogen, alkyl, aryl, heteroaryl, cycloalkyl, or heterocyclic, or  $R_3$  and  $R_4$  may combine with N to form a ring where the ring atoms are selected from the group consisting of  $CH_2$ , N, O and S, or

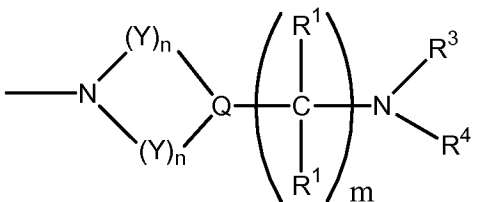


wherein Y is independently  $CH_2$ , O, N or S, Q is C or N, n is independently 0, 1, 2, 3 or 4, and m is 0, 1, 2 or 3;

or a pharmaceutically acceptable salt, hydrate or solvate thereof, in combination with at least one chemotherapeutic agent selected from the group consisting of ~~microtubule interference agents, topoisomerase inhibitors, alkylating agents, thymidylate synthase inhibitors, irreversible steroidal aromatase inactivators, anti-metabolites, pyrimidine antagonists, purine antagonists, ribonucleotide reductase inhibitors, and kinase inhibitors~~ paclitaxel, docetaxel, vinblastine, vincristine, vindesine, irinotecan, doxorubicin, epirubicin, leucovorin, etoposide, teniposide, idarubicin, gemcitabine, daunorubicin, carboplatin, cisplatin, oxaliplatin, chlorambucil, melphalan, cyclophosphamide, ifosfamide, temozolomide, thiotepa, mitomycin C, busulfan, carmustine, lomustine, 5-fluorouracil, capecitabine, exemestane, methotrexate, trimetrexate, fluorouracil, fluorodeoxyuridine, azacytidine, mercaptopurine, thioguanine, pentostatin, cytarabine, fludarabine, hydroxyurea, bevacizumab, cetuximab, gefitinib and imatinib.

wherein the cancer is breast cancer, small cell lung cancer or colon cancer.

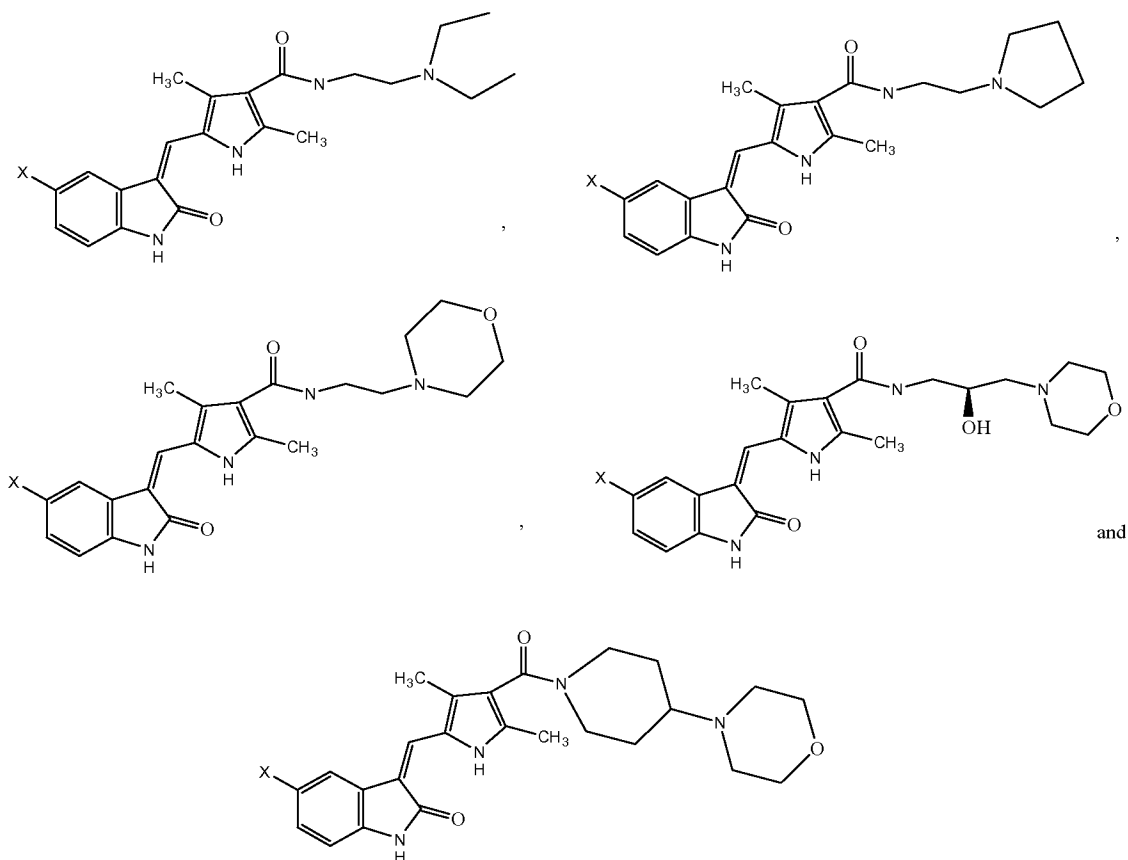
2. (original) The method of claim 1, wherein  $R_1$  is halo and p is 1.
3. (original) The method of claim 1, wherein  $R_1$  is F or Cl and p is 1.
4. (original) The method of claim 1, wherein Z is  $-NR_3R_4$  wherein  $R_3$  and  $R_4$  are lower alkyl or form a morpholine ring.
5. (original) The method of claim 1, wherein Z is:



wherein each Y is CH<sub>2</sub>, each n is 2, m is 0 and R<sub>3</sub> and R<sub>4</sub> form a morpholine ring.

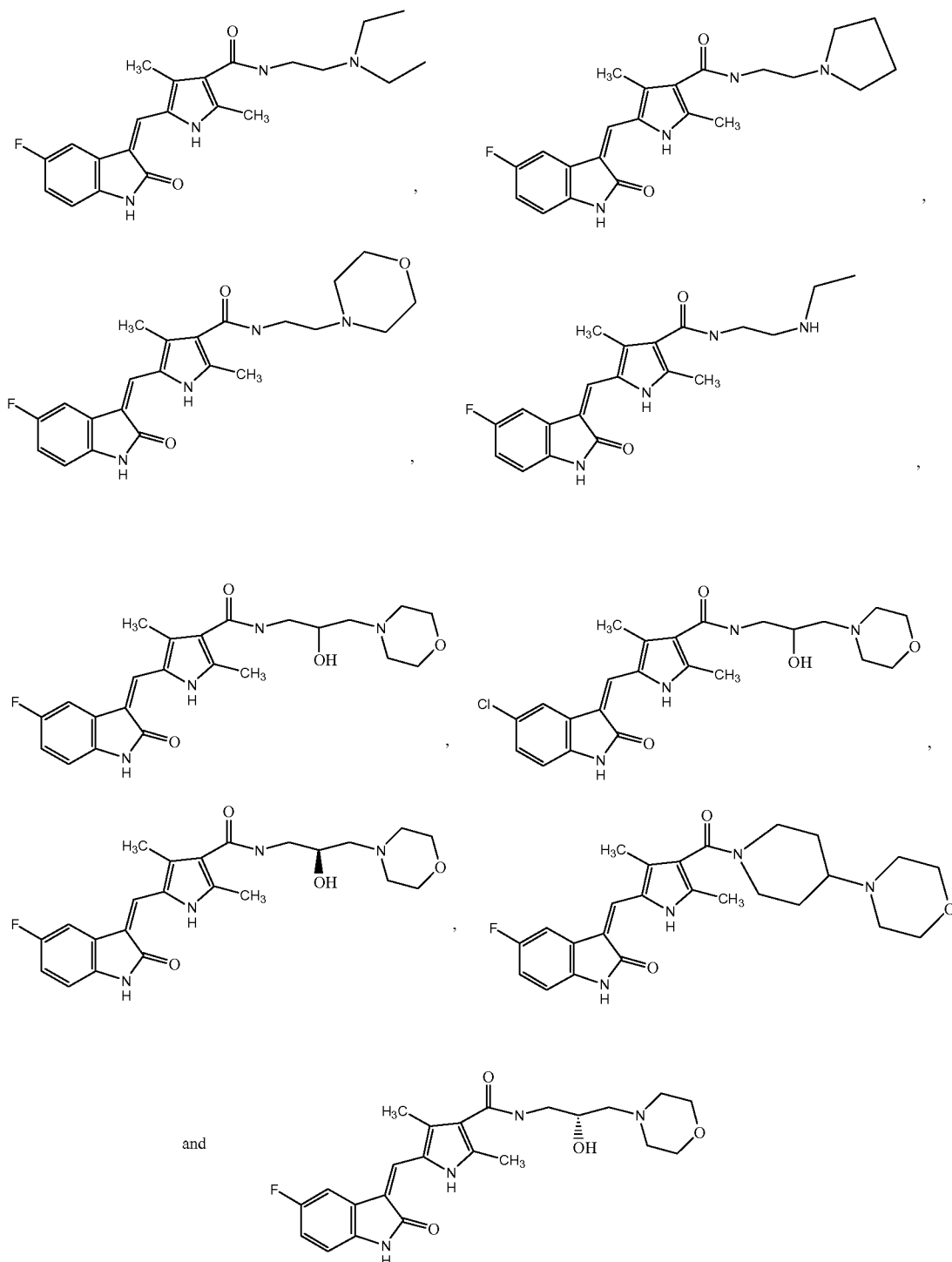
6. (original) The method of claim 1, wherein R<sub>2</sub> is methyl and q is 2, wherein the methyls are bonded at the 3 and 5 positions.

7. (original) The method of claim 1, wherein the compound of formula I is selected from the group consisting of

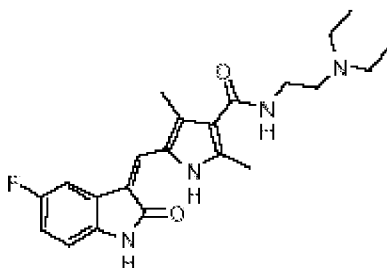


and pharmaceutically acceptable salts, solvates and hydrates thereof.

8. (original) The method of claim 1, wherein the compound of formula I is selected from the group consisting of:



9. (original) The method of claim 1, wherein the compound of Formula (I) is:



or a pharmaceutically acceptable salt, solvate or hydrate thereof.

10. (original) The method of claim 9, wherein the salt is a malate salt.

11-16. (canceled)

17. (currently amended) A method of treating cancer comprising administering to a patient in need thereof an effective amount of a compound selected from the group consisting of:

5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-diethylamino-ethyl)-amide;

5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-pyrrolidin-1-yl-ethyl)-amide;

5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-morpholin-4-yl-ethyl)-amide;

(S)-5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-hydroxy-3-morpholin-4-yl-propyl)-amide;

(R)-5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-hydroxy-3-morpholin-4-yl-propyl)-amide;

5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-hydroxy-3-morpholin-4-yl-propyl)-amide;

5-(5-Chloro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-hydroxy-3-morpholin-4-yl-propyl)-amide;

5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-ethylamino-ethyl)-amide; and

3-[3,5-dimethyl-4-(4-morpholin-4-yl-piperidine-1-carbonyl)-1H-pyrrol-2-methylene]-5-fluoro-1,3-dihydro-indol-2-one,

or a pharmaceutically acceptable salt, hydrate or solvate thereof, in combination with at least one chemotherapeutic agent selected from the group consisting of ~~microtubule interference agents, topoisomerase inhibitors, alkylating agents, thymidylate synthase inhibitors, irreversible~~

~~steroidal aromatase inactivators, anti-metabolites, pyrimidine antagonists, purine antagonists, ribonucleotide reductase inhibitors, and kinase inhibitors~~ paclitaxel, docetaxel, vinblastine, vincristine, vindesine, irinotecan, doxorubicin, epirubicin, leucovorin, etoposide, teniposide, idarubicin, gemcitabine, daunorubicin, carboplatin, cisplatin, oxaliplatin, chlorambucil, melphalan, cyclophosphamide, ifosfamide, temozolomide, thiotepa, mitomycin C, busulfan, carmustine, lomustine, 5-fluorouracil, capecitabine, exemestane, methotrexate, trimetrexate, fluorouracil, fluorodeoxyuridine, azacytidine, mercaptopurine, thioguanine, pentostatin, cytarabine, fludarabine, hydroxyurea, bevacizumab, cetuximab, gefitinib and imatinib.

wherein the cancer is breast cancer, small cell lung cancer or colon cancer.

Claim 18-20. (cancelled)

21. (previously presented) A method of treating cancer comprising administering to a human in need thereof an effective amount of a compound selected from the group consisting of:

5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-diethylamino-ethyl)-amide;

5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-pyrrolidin-1-yl-ethyl)-amide;

5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-morpholin-4-yl-ethyl)-amide;

(S)-5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-hydroxy-3-morpholin-4-yl-propyl)-amide;

(R)-5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-hydroxy-3-morpholin-4-yl-propyl)-amide;

5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-hydroxy-3-morpholin-4-yl-propyl)-amide;

5-(5-Chloro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-hydroxy-3-morpholin-4-yl-propyl)-amide;

5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-ethylamino-ethyl)-amide; and

3-[3,5-dimethyl-4-(4-morpholin-4-yl-piperidine-1-carbonyl)-1H-pyrrol-2-methylene]-5-fluoro-1,3-dihydro-indol-2-one,

or a pharmaceutically acceptable salt, hydrate or solvate thereof, in combination with at least one chemotherapeutic agent selected from the group consisting of docetaxel, 5-fluorouracil, doxorubicin, cisplatin and irinotecan,

wherein the cancer is breast cancer, small cell lung cancer or colon cancer.

22. (previously presented) The method of claim 21, wherein the cancer is breast cancer and the at least one chemotherapeutic agent is docetaxel, 5-fluorouracil or doxorubicin.

23. (previously presented) The method of claim 21, wherein the cancer is small cell lung cancer and the at least one chemotherapeutic agent is cisplatin.

24. (previously presented) The method of claim 21, wherein the cancer is colon cancer and the at least one chemotherapeutic agent is irinotecan.

25. (previously presented) A method of treating breast cancer comprising administering to a human in need thereof an effective amount of 5-(5-Fluoro-2-oxo-1,2-dihydro-indol-3-ylidenemethyl)-2,4-dimethyl-1H-pyrrole-3-carboxylic acid (2-diethylamino-ethyl)-amide or a pharmaceutically acceptable salt, hydrate or solvate thereof, in combination with docetaxel.